

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., et al.,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

Jointly Administered

**NO ORDER REQUIRED
CERTIFICATION OF NO OBJECTION TO THE FORTY SECOND QUARTERLY FEE
APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
JULY 1, 2012 THROUGH SEPTEMBER 30, 2012
[RE: DOCKET NO. 30028]**

On December 11, 2012, Kramer Levin Naftalis & Frankel LLP ("Kramer Levin"), counsel to the Official Committee of Equity Security Holders, filed its Forty Second Quarterly Fee Application for Compensation and Reimbursement of Expenses [Docket No. 30028] (the "Application"). The Application provided an objection deadline of 4:00 p.m. (Eastern Time) on January 2, 2013. The undersigned hereby certifies that she has received no answer, objection or any responsive pleading with respect to the Application and that no answer, objection or any responsive pleading with respect to the Application has been filed with the Court.

WHEREFORE, Kramer Levin respectfully requests that the Court enter an order approving this Application at its earliest convenience

SAUL EWING LLP

By: /s/ Teresa K.D. Currier
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-and-

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Dated: January 4, 2013